

Prepared by Juan E. Sacoto
1254 Isle Bay Dr
Memphis, TN 38103
Phone# 901-216 4891
POWER OF ATTORNEY

THIS POWER OF ATTORNEY is given by me, Oscar Ballester-Bou, presently of 6922 Maury Drive , Olive Branch, in the State of Mississippi, on the 21st day of July, 2006.

1. **Previous Power of Attorney**

I REVOKE any previous power of attorney granted by me.

2. **Attorney-in-fact**

I APPOINT Juan E. Sacoto, of 1254 Isle Bay Drive , Memphis , Tennessee, to act as my Attorney-in-fact.

3. **Successor Attorney-in-fact**

On the death, refusal or inability of Juan E. Sacoto to act or continue to act, **I APPOINT** Lupita Sacoto of 1254 Isle Bay Drive , Memphis, Tennessee to act as my successor Attorney-in-fact.

4. **'My Attorney-in-fact'**

I will refer to my Attorney-in-fact and my successor Attorney-in-fact as 'my Attorney-in-fact'.

5. **Governing Laws**

This instrument will be governed by the laws of the State of Mississippi. Further, my Attorney-in-fact is directed to act in accordance with the laws of the State of Mississippi at any time he or she may be acting on my behalf.

6. **Delegation of Authority**

My Attorney-in-fact may not delegate any authority granted under this document.

7. **Liability of Attorney-in-fact**

My Attorney-in-fact will not be liable to me, my estate, my heirs, successors or assigns for any action taken or not taken under this document, except for willful misconduct or gross negligence. A successor Attorney-in-fact will not be liable for acts of a prior attorney-in-fact.

8. **Powers of Attorney-in-fact**

My Attorney-in-fact will have the following power(s):

Initials

X OB

a. **Real Estate Transactions**

To deal with any interest I may have in real property and sign all documents on my behalf concerning my interest, including, but not limited to, real property I may subsequently acquire or receive. These powers

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include, but are not limited to, the ability to:

- i. purchase, sell, exchange, accept as gift, place as security on loans, convey with or without covenants, rent, collect rent, sue for and receive rents, eject and remove tenants or other persons, to pay or contest taxes or assessments, control any legal claim in favor of or against me, partition or consent to partitioning, mortgage, charge, lease, surrender, manage or otherwise deal with real estate and any interest therein, and
- ii. execute and deliver deeds, transfers, mortgages, charges, leases, assignments, surrenders, releases and other instruments required for any such purpose.

X 03B

b. Banking Transactions

To do any act that I can do through an attorney-in-fact with a bank or other financial institution. This power includes, but is not limited to, the power to:

- i. Open, maintain or close bank accounts (including, but not limited to, checking accounts, savings accounts, and certificates of deposit), brokerage accounts, retirement plan accounts, and other similar accounts with financial institutions.
- ii. Conduct any business with any banking or financial institution with respect to any of my accounts, including, but not limited to, making deposits and withdrawals, negotiating or endorsing any checks or other instruments with respect to any such accounts, obtaining bank statements, passbooks, drafts, money orders, warrants, and certificates or vouchers payable to me by any person, firm, corporation or political entity.
- iii. Borrow money from any banking or financial institution if deemed necessary by my Attorney-in-fact, and to manage all aspects of the loan process, including the placement of security and the negotiation of terms.
- iv. Perform any act necessary to deposit, negotiate, sell or transfer any note, security, or draft of the United States of America, including U.S. Treasury Securities.
- v. Have access to any safe deposit box that I might own, including its contents.
- vi. Create and deliver any financial statements necessary to or from any bank or financial institution.

X 03B

c. Business Operating Transactions

To take any action my Attorney-in-fact deems necessary with any business that I may own or have an interest in by doing any act which can be done through an attorney-in-fact. This power includes, but is not limited to, the power to execute, seal and deliver any instrument; participate in any legal

business of any kind; execute partnership agreements and amendments; to incorporate, reorganize, consolidate, merge, sell, or dissolve any business; to elect or employ officers, directors and agents; and to exercise voting rights with respect to any stock I may own, either in person or by proxy.

X 033

d. **Insurance Transactions**

To do any act that I can do through an attorney-in-fact with any insurance policy. This power includes, but is not limited to, the power to pay premiums, start, modify or terminate policies, manage all cash payouts, borrow from insurers and third parties using insurance policies as collateral, and to change the beneficiaries on any insurance policies on my life. Unless my Attorney-in-fact was already a beneficiary of any policy before the signing of this document, my Attorney-in-fact cannot name himself or herself as a beneficiary of such policy.

X 033

e. **Estate Transactions**

To do any act that I can do through an attorney-in-fact with regard to all matters that affect any trust, probate estate, conservatorship, or other fund which I may receive payment as a beneficiary. This power includes the power to disclaim any interest which might otherwise be transferred or distributed to me from any other person, estate, trust, or other entity, as may be appropriate. However, my Attorney-in-fact cannot disclaim assets to which I would be entitled, if the result is that the disclaimed assets pass directly or indirectly to my Attorney-in-fact or my Attorney-in-fact's estate.

X 033

f. **Living Trust Transactions**

To transfer any of my assets to the trustee of any revocable trust created by me, if such trust is in existence at the time of such transfer. This property can include real property, stocks, bonds, accounts, insurance policies or other property.

X 033

g. **Claims and Litigation Matters**

To institute, maintain, defend, compromise, arbitrate or otherwise dispose of, any and all actions, suits, attachments or other legal proceedings for or against me. This power includes, but is not limited to, the power to: appear on my behalf or retain an attorney and any other professional personnel necessary to defend or assert any claim before any court, board, or tribunal, and the power to settle any claim against me in which ever forum or manner my Attorney-in-fact deems prudent, and to receive or pay any resulting settlement.

X 033

h. **Government Benefits**

To act on my behalf in all matters that affect my right to allowances, compensation and reimbursements properly payable to me by the Government of the United States or any agency or department thereof. This power includes, but is not limited to, the power to prepare, file, claim, defend or settle any claim on my behalf and to receive and manage as my Attorney-in-fact sees fit any proceeds of any claim.

X 0133 i. **Retirement Benefit Transactions**

To act for me and represent my interests in all matters affecting any retirement savings or pension plans I may have. This power includes, but is not limited to, the power to continue contributions, change contribution amounts, change investment strategies and options, move assets to other plans, receive and manage payouts, and add or change existing beneficiaries. My Attorney-in-fact cannot add himself or herself as a beneficiary unless he or she is already a designated beneficiary as of the signing of this document.

9. **Attorney-in-fact Compensation**

My Attorney-in-fact will receive no compensation except for the reimbursement of all out of pocket expenses associated with the carrying out of my wishes.

10. **Co-owning of Assets and Mixing of Funds**

My Attorney-in-fact may not mix any funds owned by him or her in with my funds and all assets should remain separately owned if at all possible.

11. **Personal Gain from Managing My Affairs**

My Attorney-in-fact is not allowed to personally gain from any transaction he or she may complete on my behalf.

12. **Effective Date**

This power of attorney will start immediately upon signing. Under no circumstances will the powers granted in this power of attorney continue after my mental incapacity or death.

13. **Termination of Power of Attorney**

My power of attorney will end at 11:59 pm, central standard time, July 20, 2007.

14. **Attorney-in-fact Restrictions**

This Power of Attorney is subject to the following conditions or restrictions:

15. **Notice to Third Parties**

Any third party who receives a valid copy of this Power of Attorney can rely on and act under it. A third party who relies on the reasonable representations of an Attorney-in-fact as to a matter relating to a power granted by this Power of Attorney will not incur any liability to the principal or to the principal's heirs, assigns, or estate as a result of permitting the Attorney-in-fact to exercise the authority granted by the Power of Attorney up to the point of revocation of the Power of Attorney. Revocation of the Power of

Attorney will not be effective as to a third party until the third party receives notice and has actual knowledge of the revocation.

16. **Severability**

If any part of any provision of this instrument is ruled invalid or unenforceable under applicable law, such part will be ineffective to the extent of such invalidity only, without in any way affecting the remaining parts of such provisions or the remaining provisions of this instrument.

17. **Acknowledgment**

I, **Oscar Ballester-Bou**, being the Principal named in this Power of Attorney hereby acknowledge:

- a. I have read and understand the nature and effect of this Power of Attorney.
- b. I am of legal age in the State of Mississippi to grant a Power of Attorney.
- c. I am voluntarily giving this Power of Attorney.

IN WITNESS WHEREOF I hereunto set my hand and seal at the City of Memphis , in the State of Tennessee, this 21st day of July, 2006.

**SIGNED, SEALED, AND
DELIVERED** in the presence
of:

Pierre Comière

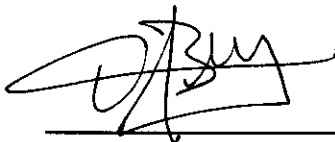
WITNESS

Address: 1601 Poplar Oaks Cir.
(#2), Memphis, TN, 38120

Darlene Cardenas

WITNESS

Address: 1602 Briarwood Rd
German Town, TN 38138



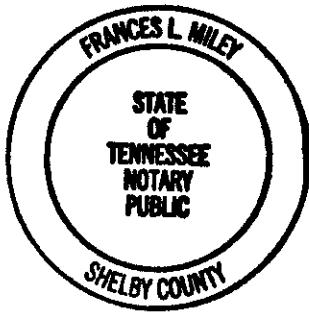
Oscar Ballester-Bou

BK 115 PG 59

NOTARY ACKNOWLEDGEMENT

State of Tennessee)
) ss.
 County of Shelby)

On this 21st day of July, 2006, before me personally appeared Oscar Ballester-Bou, to me known to be the person described in and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.



Frances L. Miley
 Notary Public

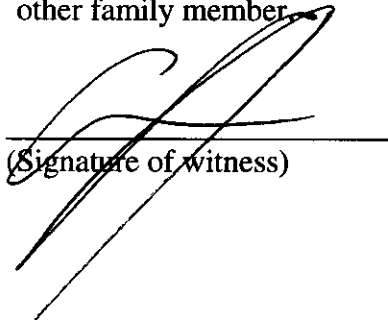
Frances L. Miley
 (print name)

My commission expires: MY COMMISSION EXPIRES
APRIL 17, 2010

WITNESS CERTIFICATE

I, Pierre Ganière, currently residing at 1601 Poplar Oaks Cir. (#2), in the City of Memphis, in the State of Tennessee, hereby acknowledge that:

1. I witnessed the signing of the Power of Attorney of Oscar Ballester-Bou dated this 21st day of July, 2006.
2. I am an adult with capacity to witness the signing of the Power of Attorney.
3. In my opinion Oscar Ballester-Bou had the capacity to understand the nature and effect of the Power of Attorney at the time the Power of Attorney was signed and signed it freely and voluntarily without any compulsion or influence from any person.
4. I am not the Attorney named in the Power of Attorney nor am I the Attorney's spouse or other family member.


(Signature of witness)

07/21/06
(Date)

BK 115 PG 61

WITNESS CERTIFICATE

I, Dafina Cardenas, currently residing at 1602 Beisbrook Rd, in
the City of Seventown, in the State of TN, hereby
acknowledge that:

1. I witnessed the signing of the Power of Attorney of Oscar Ballester-Bou dated this 21st day of July, 2006.
2. I am an adult with capacity to witness the signing of the Power of Attorney.
3. In my opinion Oscar Ballester-Bou had the capacity to understand the nature and effect of the Power of Attorney at the time the Power of Attorney was signed and signed it freely and voluntarily without any compulsion or influence from any person.
4. I am not the Attorney named in the Power of Attorney nor am I the Attorney's spouse or other family member.

Dafina Cardenas
(Signature of witness)

7.21.06
(Date)